

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

**IN RE JOHNSON & JOHNSON DERIVATIVE
LITIGATION**

Civil Action No. 10-2033 (FLW)

**IN RE JOHNSON & JOHNSON FCPA
SHAREHOLDER DERIVATIVE LITIGATION**

Civil Action No. 11-2511 (FLW)

COPELAND v. PRINCE, *et al.*

Civil Action No. 11-4993 (FLW)

**DECLARATION OF KAREN L. MORRIS IN RESPONSE TO
OBJECTIONS AND IN FURTHER SUPPORT OF
FINAL APPROVAL OF PROPOSED SETTLEMENT AND THE
AWARD OF ATTORNEYS' FEES**

Karen L. Morris, an attorney admitted to practice before this Court and a partner at the firm of Morris and Morris LLC Counselors at Law, Court-appointed Co-Lead Counsel in this Action, submits this declaration in Support of Plaintiffs' Motion for Final Approval of Proposed Settlement and the Award of Attorneys' Fees, and pursuant to 28 U.S.C. § 1746 declares as follows:

1. Attached as Exhibit 1 hereto is a true and correct copy of a Yahoo! Finance webpage reflecting Johnson & Johnson stock ownership information, indicating that 65% of J&J's outstanding stock is held by Institutions and Mutual Fund Owners. *See* <http://finance.yahoo.com/q/mh?s=JNJ+Major+Holders>.

2. Attached as Exhibit 2 hereto is a true and correct copy of the front page of the J&J Form 10-Q filed with the SEC on August 1, 2012, reflecting, *inter alia*, that J&J has approximately 2.757 billion shares outstanding as of that date.

3. Attached as Exhibit 3 hereto are true and correct copies of pages from the website of the Center for Class Action Fairness. See <http://centerforclassactionfairness.blogspot.com/>.

4. Attached as Exhibit 4 hereto is an extract from the J&J Form 10-Q, filed with the SEC on August 1, 2012, reflecting, *inter alia*, that J&J has faced multiple State Attorney General actions alleging illegal sales of Risperdal which have resulted in jury verdicts (presently under appeal) totaling more than \$1.75 billion.

5. Attached as Exhibit 5 is a true and correct copy of a Chart entitled JNJ Interactive Stock Chart, comparing July 20 2012 and July 23, 2012, taken from www.nasdaq.com.

6. Attached as Exhibit 6 is a true and correct copy of the stipulation of settlement in *In re Pfizer Inc. Shareholder Derivative Litigation*, 09 cv-7822 (JSR) (S.D.N.Y. December 2, 2010).

7. Attached as Exhibit 7 is a true and correct copy of the stipulation of settlement in *In re Schering-Plough Corporation Shareholders Derivative Litigation*, 01-1412 (KSH) (D.N.J. October 3, 2007).

8. Attached as Exhibit 8 is a true and correct copy of the stipulation of settlement in *N.A. Lambrecht v. Taurel et al.*, 08 cv-0068 (WTL) (TAB) (S.D. Ind. February 25, 2010).

9. Attached as Exhibit 9 is a true and correct copy of the stipulation of settlement in *Unite National Retirement Fund v. Watts*, No. 04-cv-3603 (DMC-MF) (D.N.J. July 22, 2005)

10. Attached as Exhibit 10 is a true and correct copy of the stipulation of settlement in *City of Pontiac General Employees' Retirement System v. Langone and the Home Depot, Inc.*,

C.A. 2006-cv-122302 (Sup. Ct. Fulton Cty. Ga. March 28, 2008).

11. Attached as Exhibit 11 is a true and correct copy of a letter from Mr. Thomas Keegan, dated Setpember 18, 2012 objecting to the requested award of attorneys' fees.

Executed on September 21, 2012



Karen L. Morris